

# FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]



## Annual Return (other than OPCs and Small Companies)

Form language ☒ English ☐ Hindi

Refer the instruction kit for filing the form.

### I. REGISTRATION AND OTHER DETAILS

(i) \* Corporate Identification Number (CIN) of the company

U13100KA2002PLC030365

Pre-fill

Global Location Number (GLN) of the company

\* Permanent Account Number (PAN) of the company

AACCB3556B

(ii) (a) Name of the company

BMM ISPAT LIMITED

(b) Registered office address

# 114, Danapur Village, Hobli Marriamanahalli  
Hospet Taluq  
Bellary District  
Karnataka  
583222



(c) \*e-mail ID of the company

csswetha@bmm.in

(d) \*Telephone number with STD code

08041495660

(e) Website

(iii) Date of Incorporation

15/04/2002

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Public Company	Company limited by shares	Indian Non-Government company

(v) Whether company is having share capital

☒ Yes

☐ No

(vi) \*Whether shares listed on recognized Stock Exchange(s)

☐ Yes

☒ No

(b) CIN of the Registrar and Transfer Agent

U67120KA1999PLC025860

Pre-fill

Name of the Registrar and Transfer Agent

BGSE FINANCIALS LIMITED

Registered office address of the Registrar and Transfer Agents

STOCK EXCHANGE TOWERS NO. 51, 1 CROSS  
JC ROAD

(vii) \*Financial year From date 01/04/2021 (DD/MM/YYYY) To date 31/03/2022 (DD/MM/YYYY)

(viii) \*Whether Annual general meeting (AGM) held ☐ Yes ☒ No

(a) If yes, date of AGM

(b) Due date of AGM

30/09/2022

(c) Whether any extension for AGM granted

☐ Yes ☒ No

(f) Specify the reasons for not holding the same

20th Annual General Meeting is scheduled to be held on 29/07/2022

## II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

\*Number of business activities

2

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	C	Manufacturing	C7	Metal and metal products	99.68
2	D	Electricity, gas, steam and air condition supply	D1	Electric power generation, transmission and distribution	0.32

## III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

\*No. of Companies for which information is to be given

1

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	JSW PROJECTS LIMITED	U74999MH2006PLC163924	Holding	58.47

## IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

**(i) \*SHARE CAPITAL****(a) Equity share capital**

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of equity shares	300,000,000	257,098,746	257,098,746	257,098,746
Total amount of equity shares (in Rupees)	3,000,000,000	2,570,987,460	2,570,987,460	2,570,987,460

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares of Rs. 10/- each				
Number of equity shares	300,000,000	257,098,746	257,098,746	257,098,746
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	3,000,000,000	2,570,987,460	2,570,987,460	2,570,987,460

**(b) Preference share capital**

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	0	0	0	0
Total amount of preference shares (in rupees)	0	0	0	0

Number of classes

0

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)				

**(c) Unclassified share capital**

Particulars	Authorised Capital
Total amount of unclassified shares	0

**(d) Break-up of paid-up share capital**

Class of shares	Number of shares			Total nominal amount	Total Paid-up amount	Total premium
Equity shares	Physical	DEMAT	Total			
At the beginning of the year	0	257,098,746	257098746	2,570,987,4		

<b>Increase during the year</b>	0	0	0	0	0	0
i. Pubic Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0	0	0
v. ESOPs	0	0	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify 0				0	0	
<b>Decrease during the year</b>	0	0	0	0	0	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify 0				0	0	
<b>At the end of the year</b>	0	257,098,746	257098746	2,570,987,4	0	
<b>Preference shares</b>						
<b>At the beginning of the year</b>	0	0	0	0	0	
<b>Increase during the year</b>	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify 0				0	0	
<b>Decrease during the year</b>	0	0	0	0	0	0
i. Redemption of shares	0	0	0	0	0	0

ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify				0	0	
0						
<b>At the end of the year</b>	0	0	0	0	0	

ISIN of the equity shares of the company

**(ii) Details of stock split/consolidation during the year (for each class of shares)**

0

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares			
	Face value per share			
After split / Consolidation	Number of shares			
	Face value per share			

**(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) \***

☒ Nil

[Details being provided in a CD/Digital Media]

☐

Yes

☐

No

☐

Not Applicable

Separate sheet attached for details of transfers

☐

Yes

☐

No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting		<input type="text"/>	
Date of registration of transfer (Date Month Year)		<input type="text"/>	
Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares, 3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>

Ledger Folio of Transferor			
Transferor's Name			
	Surname	middle name	first name
Ledger Folio of Transferee			
Transferee's Name			
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)			
Type of transfer		1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred		Amount per Share/ Debenture/Unit (in Rs.)	
Ledger Folio of Transferor			
Transferor's Name			
	Surname	middle name	first name
Ledger Folio of Transferee			
Transferee's Name			
	Surname	middle name	first name

**(iv) \*Debentures (Outstanding as at the end of financial year)**

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	0	0	0
Partly convertible debentures	0	0	0
Fully convertible debentures	598,040,641	10	5,980,406,410

Particulars	Number of units	Nominal value per unit	Total value
Total			5,980,406,410

**Details of debentures**

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	7,250,000,000	0	7,250,000,000	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	5,980,406,410	0	0	5,980,406,410

**(v) Securities (other than shares and debentures)**

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total					

**V. \*Turnover and net worth of the company (as defined in the Companies Act, 2013)**

**(i) Turnover**

37,891,342,600

**(ii) Net worth of the Company**

21,570,462,614

**VI. (a) \*SHARE HOLDING PATTERN - Promoters**

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	106,773,099	41.53	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	

3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	150,325,607	58.47	0	
10.	Others	0	0	0	
	<b>Total</b>	257,098,706	100	0	0

**Total number of shareholders (promoters)**

3

**(b) \*SHARE HOLDING PATTERN - Public/Other than promoters**

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	40	0	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	



8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	0	0	0	
10.	Others	0	0	0	
	<b>Total</b>	40	0	0	0

**Total number of shareholders (other than promoters)**

4

**Total number of shareholders (Promoters+Public/  
Other than promoters)**

7

**VII. \*NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS  
(Details, Promoters, Members (other than promoters), Debenture holders)**

Details	At the beginning of the year	At the end of the year
Promoters	3	3
Members (other than promoters)	4	4
Debenture holders	5	4

**VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**






**(A) \*Composition of Board of Directors**

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
<b>A. Promoter</b>	0	1	0	1	0	41.5
<b>B. Non-Promoter</b>	3	2	3	3	0	0
(i) Non-Independent	3	0	3	1	0	0
(ii) Independent	0	2	0	2	0	0
<b>C. Nominee Directors representing</b>	0	0	0	0	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0



(v) Others	0	0	0	0	0	0
Total	3	3	3	4	0	41.5

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date 9

**(B) (i) \*Details of directors and Key managerial personnel as on the closure of financial year**

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
DINESH KUMAR SINGH 	00208064	Director	106,704,494	
VIMAL SINGH	08059827	Whole-time director	0	
VETSA VEERA VENKA 	07303177	Whole-time director	0	
RAJENDRA MOONDR 	08936206	Whole-time director	0	
KRISHNA DESHIKA	00019307	Director	0	
RAKHI JAIN	07138042	Director	0	
PAWAN KUMAR KEDIA 	00020570	Director	0	
VETSA VEERA VENKA 	AGAPR3560Q	CFO	0	
Swetha S	DOIPS4393D	Company Secretary	0	

**(ii) Particulars of change in director(s) and Key managerial personnel during the year** 3

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)
PAWAN KUMAR KEDIA 	00020570	Additional director	04/05/2021	Appointment
RAKHI JAIN	07138042	Director	27/08/2021	Change in Designation
PAWAN KUMAR KEDIA 	00020570	Director	27/08/2021	Change in Designation

**IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS**

**A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS**

Number of meetings held 4

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
1/2021-22 Extra Ordinary G +	03/05/2021	7	7	100
2/2021-22 Extra Ordinary G +	28/09/2021	7	6	100
3/2021-22 Extra Ordinary G +	16/11/2021	7	6	100
19th Annual General Meeting +	27/08/2021	7	6	99.97

## B. BOARD MEETINGS

\*Number of meetings held

6

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	22/05/2021	7	7	100
2	01/07/2021	7	7	100
3	30/07/2021	7	7	100
4	29/10/2021	7	7	100
5	28/01/2022	7	7	100
6	30/03/2022	7	7	100

## C. COMMITTEE MEETINGS

Number of meetings held

10

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee +	27/04/2021	3	2	66.67
2	Audit Committee +	01/07/2021	3	3	100
3	Audit Committee +	30/07/2021	3	3	100
4	Audit Committee +	29/10/2021	3	3	100
5	Audit Committee +	28/01/2022	3	3	100
6	Nomination & I +	27/04/2021	4	3	75
7	Nomination & I +	29/10/2021	4	4	100

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
8	Corporate Soc <sup>+</sup>	21/05/2021	3	3	100
9	Corporate Soc <sup>+</sup>	28/01/2022	3	3	100
10	Corporate Soc <sup>+</sup>	30/03/2022	3	3	100

#### D. \*ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	
								(Y/N/NA)
1	DINESH KUM	6	6	100	1	1	100	
2	VIMAL SINGH	6	6	100	5	5	100	
3	VETSA VEER	6	6	100	0	0	0	
4	RAJENDRA M	6	6	100	8	8	100	
5	KRISHNA DES	6	6	100	10	10	100	
6	RAKHI JAIN	6	6	100	7	5	71.43	
7	PAWAN KUM,	6	6	100	1	1	100	

#### X. \*REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

☐ Nil

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

4

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	DINESH KUMAR SI <sup>+</sup>	Director	1,088,710	0	0	0	1,088,710
2	VIMAL SINGH <sup>+</sup>	Whole Time Dire <sup>+</sup>	7,757,092	0	0	534,368	8,291,460
3	VETSA VEERA VEI <sup>+</sup>	Whole Time Dire <sup>+</sup>	12,213,888	0	0	1,067,478	13,281,366
4	RAJENDRA MOON <sup>+</sup>	Whole Time Dire <sup>+</sup>	5,286,276	0	0	330,118	5,616,394
	Total		26,345,966	0	0	1,931,964	28,277,930

Number of CEO, CFO and Company secretary whose remuneration details to be entered

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	VETSA VEERA VEI	Whole Time Dire	12,213,888	0	0	1,067,478	13,281,366
2	Swetha S	Company Secre	1,182,600	0	0	81,358	1,263,958
	Total		13,396,488	0	0	1,148,836	14,545,324

Number of other directors whose remuneration details to be entered

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	PAWAN KUMAR KE	Director	0	0	0	420,000	420,000
2	KRISHNA DESHIK/	Independent Dir	0	0	0	540,000	540,000
3	RAKHI JAIN	Independent Dir	0	0	0	440,000	440,000
	Total		0	0	0	1,400,000	1,400,000

#### XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

\* A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year ☒ Yes ☐ No

B. If No, give reasons/observations

#### XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS ☒ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

(B) DETAILS OF COMPOUNDING OF OFFENCES ☒ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)

#### XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment

☒ Yes ☐ No

#### XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name

GANAPATHI GHATTI

Whether associate or fellow

☐

Associate

☒

Fellow

Certificate of practice number

11410

#### I/We certify that:

(a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.

(b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

#### Declaration

I am Authorised by the Board of Directors of the company vide resolution no. ..

11

dated

22/05/2021

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

1. Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
2. All the required attachments have been completely and legibly attached to this form.

**Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.**

#### To be digitally signed by

Director

DIN of the director

08059827

#### To be digitally signed by

☒ Company Secretary

☐ Company secretary in practice

Membership number

11494

Certificate of practice number

**Attachments**

1. List of share holders, debenture holders
2. Approval letter for extension of AGM;
3. Copy of MGT-8;
4. Optional Attachment(s), if any

**Attach****Attach****Attach****Attach****List of attachments**

--

**Remove attachment**

Modify

Check Form

Prescrutiny

Submit

**This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company**

**List of shareholders of M/s BMM Ispat Limited as on 31.03.2022**  
**Equity Shares of Rs.10/- each**

Sl. No	Name of Shareholders	No. of Shares	Value of Share	% of Holding
1	Mr. Dinesh Kumar Singhi	106,704,494	1,067,044,940	41.503%
2	Mrs. Snehalatha Singhi	68,605	686,050	0.027%
3	M/s JSW Projects Limited	150,325,607	1,503,256,070	58.47%
4	Mr. Anurag Singhi (Beneficial interest vested with Mr. Dinesh Kumar Singhi)	10	100	0.000%
5	Mr. Bhushan Prasad (Beneficial interest vested with M/s JSW Projects Limited)	10	100	0.000%
6	Mr. Deepak Yeshwant Bhat (Beneficial interest vested with M/s JSW Projects Limited)	10	100	0.000%
7	Mr. Sriram K S N (Beneficial interest vested with M/s JSW Projects Limited)	10	100	0.000%
	<b>TOTAL</b>	<b>257,098,746</b>	<b>2,570,987,460</b>	<b>100%</b>

BMM Ispat Ltd. Registered Office & Works : 114, Danapur Village, Hosapete - 583 222  
Ballari District, Karnataka, India. t. +91 99723 09413 / 417 f. +91 80 3072 3604

BMM Ispat Ltd. Corporate Office : 101, 1st Floor, Pride Elite, 10, Museum Road,  
Bengaluru - 560 001 Karnataka, India, t. +91 80 4149 5660 / 1 / 3 f. +91 80 4149 5664  
(Formerly known as B.M.M. Ispat Limited)

CIN : U13100KA2002PLC030365 Email: bmmispat@bmm.in Website: www.bmm.in



ISO 9001 : 2015



ISO 14001 : 2015



ISO 45001 : 2018



List of Series A Fully and Compulsorily Convertible Debenture (CCDs) holder of M/s BMM Ispat Limited as on 31.03.2022:

Fully and Compulsorily Convertible Debentures of Rs.10/- each

Sl. No	Name of Debenture Holder	No. of Security	Value of Security	% of Holding
1	M/s JSW Projects Limited	238,530,953	2,385,309,530	100%
	<b>TOTAL</b>	<b>238,530,953</b>	<b>2,385,309,530</b>	<b>100%</b>

List of Series B Fully and Compulsorily Convertible Debenture holders of M/s BMM Ispat Limited as on 31.03.2022:

Fully and Compulsorily Convertible Debentures of Rs.10/- each

Sl. No	Name of Debenture Holders	No. of Security	Value of Security	% of Holding
1	Mr. Dinesh Kumar Singhi	200,249,805	2,002,498,050	80.63%
2	Mrs. Snehalatha Singhi	48,116,473	481,164,730	19.37%
	<b>TOTAL</b>	<b>248,366,278</b>	<b>2,483,662,780</b>	<b>100%</b>

List of Series C Fully and Compulsorily Convertible Debenture holder of M/s BMM Ispat Limited as on 31.03.2022:

Fully and Compulsorily Convertible Debentures of Rs.10/- each

Sl. No	Name of Debenture Holder	No. of Security	Value of Security	% of Holding
1	M/s JSW Projects Limited	111,143,410	1,111,434,100	100%
	<b>TOTAL</b>	<b>111,143,410</b>	<b>1,111,434,100</b>	<b>100%</b>

For BMM Ispat Limited

Swetha S  
Company Secretary  
Memb. No.F11494

BMM Ispat Ltd. Registered Office & Works : 114, Danapur Village, Hosapete - 583 222  
Ballari District, Karnataka, India. t. +91 99723 09413 / 417 f. +91 80 3072 3604

BMM Ispat Ltd. Corporate Office : 101, 1st Floor, Pride Elite, 10, Museum Road,  
Bengaluru - 560 001 Karnataka, India, t. +91 80 4149 5660 / 1 / 3 f. +91 80 4149 5664  
(Formerly known as B.M.M. Ispat Limited)

CIN : U13100KA2002PLC030365 Email: bmmispat@bmm.in Website: www.bmm.in



ISO 9001 : 2015



ISO 14001 : 2015



ISO 45001 : 2018



**G M GHATTI & ASSOCIATES**  
**COMPANY SECRETARIES**

**Form No. MGT-8**

*[Pursuant to section 92(2) of the Companies Act, 2013 and rule 11(2) of Companies (Management and Administration) Rules, 2014]*

**CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE**

Company Name: BMM ISPAT LIMITED (Formerly known as B.M.M. Ispat Limited)  
Company CIN: U13100KA2002PLC030365

I have examined the registers, records, books and papers of **BMM ISPAT LIMITED** (Formerly known as B.M.M. Ispat Limited) (the Company) as required to be maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on 31<sup>st</sup> March, 2022. In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to me by the company, its officers and agents, I certify that:

- A. The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.
- B. During the aforesaid financial year, the Company has complied with provisions of the Act & Rules made there under in respect of:
1. Its status under the Act; i.e., Unlisted Public Limited Company, Limited by Shares;
  2. Maintenance of registers and records & making entries therein within the time prescribed therefore;
  3. Filing of forms and returns are not stated in the Annual Return, however the company has filed the forms and returns with the Registrar of Companies and Central Government within the prescribed time as Per Annexure A. The Company was not required to file any forms and returns with Regional Director, the Tribunal, Court or other authorities;
  4. Calling / convening / holding meetings of Board of Directors and its Committees, and the meetings of members of the company on due dates as stated in the Annual Return in respect of which meetings, proper notices were given and the proceedings have been recorded in the Minute Book maintained for the purpose and the same have been signed, including the circular resolutions. The Company has not passed resolution by postal ballot.
  5. The Company was not required to close its Register of Members;



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6. the Company has not given any advances/loans to its directors and/or persons or firms or Companies referred in Section 185 of the Act;
7. contracts/ arrangements with related parties as specified in section 188 of the Act;
8. issue or allotment or transfer or transmission or buy back of securities/ redemption of preference shares or debentures/alteration or reduction of share capital/conversion of shares/securities and issue of security certificates in all instances as reported in this return ;

8.1 During the year the Company has redeemed 7,250 (Seven Thousand Two Hundred and Fifty) Non-Convertible Debentures (NCD) of Rs. 10,00,000/- (Rupees Ten Lakh only) each amounting to Rs. 725,00,00,000/- (Rupees Seven Hundred and Twenty Five Crores only) in full.

8.2 There were no instance of issue or allotment or transfer or transmission of any securities or buy back of securities, and there were no redemption of any preference shares, and there were no alteration/reduction of its share capital or conversion of any shares / securities, and there were no instances to issue security certificates.

9. There were no transaction necessitating the Company to keep in abeyance the rights to dividend, right shares, bonus shares and pending registration of transfer of shares;
10. During the reporting period the company has not declared any dividend. There were no instances of transfer of unpaid/ unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act;
11. The Company has complied with the provisions relating to signing of audited financial statement as per the provisions of Section 134 of the Act and report of directors as per sub - sections (3), (4) and (5) thereof;
12. Constitution/ appointment/ re-appointments/ retirement/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them. There was no instance of filling up of casual vacancy in the Board during the year;
13. Appointment/reappointment/filling up casual vacancies of auditors as per the provisions of section 139 of the Act ;



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During the year, there is an instance of casual vacancy caused by resignation of Statutory Auditors M/s. Bharath & Co, Chartered Accountants. To fill the casual vacancy the Company has appointed M/s Shah Gupta & Co., Chartered Accountants, Mumbai as Statutory Auditors of the Company in the Extraordinary General Meeting held on 28/09/2021 and who shall hold the office till the conclusion of 20<sup>th</sup> Annual General Meeting of the Company to be held in the financial year 2022-23.

14. Approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act ;

14.1 Approvals wherever required have been taken from the Central Government and Registrar.

14.2 There were no instances during the year that required any approvals from Tribunal, Regional Director, Court or such other authorities as may be required under the various provisions of the Act;

15. The Company has not accepted, renewed and repaid the deposits;

16. Borrowings from its directors, members, public financial institutions, banks and others and creation/ modification /satisfaction of charges in that respect, wherever applicable ;

16.1 During the year the Company has filed Form CHG-9 for modification of Charge ID No. 100399410 with respect to secured Non-Convertible Debentures.

16.2 During the year the Company has borrowed term loan of Rs.5,00,00,00,000/- (Rupees Five Hundred Crore Only) from ICICI Bank Limited and filed Form CHG-1 for creation of charge.

16.3 During the year, the Company has repaid 7,250 (Seven Thousand Two Hundred and Fifty) Non-Convertible Debentures (NCD) of Rs. 10,00,000/- (Rupees Ten Lakh only) each amounting to Rs. 725,00,00,000/- (Rupees Seven Hundred and Twenty Five Crores only) in full and charge ID No. 100399410 created in this regard in favour of M/s Catalyst Trusteeship Limited (Debenture Trustees) has been satisfied by filing CHG-4.

16.4 During the year, there were no borrowings from its Directors, Members, public financial institutions, any other banks and others.



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17. Loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act;

17.1 The Company has given loans to other companies and complied with section 186 of the Act.

17.2 The Company has not given any guarantees/provided any securities to other bodies corporate nor have made any investments in any other Company during the year.

18. Alteration of the provisions of the memorandum and/or articles of association of the company

18.1 During the year, the Company has altered Article of Association on the following dates

- a) In the EGM held on 3<sup>rd</sup> May, 2021 – for alteration of Article no.2.1(a); Article no.2.1(a)(i); Article no.2.1(f); Article no.2.8 & Article no. 2.11 to the Part B of the Articles of Association of the Company;
- b) In the EGM held on 28<sup>th</sup> September, 2021 for alteration of Article no. 8.2(b) to the Part B of the Articles of Association of the Company; and
- c) in the EGM held on 16<sup>th</sup> November 2021 for change the name of the Company from “B.M.M. ISPAT LIMITED” to “BMM ISPAT LIMITED

18.2 During the year, the Company has altered the Memorandum of Association on 16<sup>th</sup> November, 2021 for change the name of the Company from “B.M.M. ISPAT LIMITED” to “BMM ISPAT LIMITED

For G M Ghatti & Associates  
Company Secretaries

CS Ganapathi Ghatti  
Proprietor  
M. No: 11410 / C.P. No. 15730  
UDIN:  
Date:  
Place: Bengaluru



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**Annexure – A**

Forms and Returns filed by BMM Ispat Limited during the financial year ended on 31st March 2022:

<b>Form name</b>	<b>Filed with ROC/ RD/ CG/ CLB/ NCLT</b>	<b>Event Date</b>	<b>SRN No</b>	<b>Date of Filing</b>	<b>Purpose of Filing</b>	<b>Filed within time – Yes / No</b>
MSME Form 1	ROC	October 2020 to March 2021	T16655524	29/04/2021	Half yearly return with the registrar in respect of outstanding payments to MSMEs	Yes
MSME Form 1	ROC	October 2020 to March 2021	T16655771	29/04/2021	Half yearly return with the registrar in respect of outstanding payments to MSMEs	Yes
CHG-9	ROC	06/04/2021	T17536608	03/05/2021	Modification of charge ID: charge ID No.100399410.	Yes
DIR-12	ROC	04/05/2021	T19216803	17/05/2021	Appointment of Mr. Pawan Kumar Kedia as Additional Director	Yes
PAS-6	ROC	October 2020 to March 2021	T19468669	19/05/2021	Reconciliation of Share Capital Audit Report (Half-yearly)	Yes
MGT-14	ROC	03/05/2021	T20444154	28/05/2021	Special resolution passed by the shareholders to alter the Articles of Association and to pay remuneration to a Director.	Yes
CRA-2	Central Government	22/05/2021	T23640451	18/06/2021	Appointment of GNV & Associates as Cost Auditors for FY 2021- 22	Yes
MGT-14	ROC	22/05/2021	T24070799	20/06/2021	Appointment of Internal Auditors and Secretarial Auditors for FY 2021-22	Yes
MGT-14	ROC	01/07/2021	T32647257	27/07/2021	Board resolution for	Yes



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					Approval of Financial Statement for FY 2020-21	
DPT-3	ROC	31/03/2021	T36500270	20/08/2021	Return of non-deposits	Yes
CRA-4	Central Government	30/07/2021	T36836724	23/08/2021	Filing of Cost Audit report for FY 2020-21	Yes
MGT-14	ROC	30/07/2021	T36881480	23/08/2021	Board resolution for approval of Directors' report for FY 2020-21	Yes
ADT-3	ROC	12/08/2021	T38214789	27/08/2021	Resignation of Statutory Auditors – Bharath & Co.	Yes
DIR-12	ROC	27/08/2021	T41378852	08/09/2021	Change in designation of Mrs. Rakhi Jain from Additional Director to Director	Yes
MGT-14	ROC	27/08/2021	T41379397	08/09/2021	Ordinary and Special Resolutions passed at 19 <sup>th</sup> Annual general Meeting of the Company	Yes
AOC-4 (XBRL)	ROC	27/08/2021	T47645924	25/09/2021	Financial Statements for the FY 2020-21	Yes
ADT-1	ROC	28/09/2021	T52474251	01/10/2021	Appointment of Auditors to fill the casual vacancy due to resignation	Yes
PAS-6	ROC	April 2021 to September 2021	T52786399	04/10/2021	Reconciliation of Share Capital Audit Report (Half-yearly)	Yes
MGT-7	ROC	31/03/2021	T53536017	08/10/2021	Annual Return for the FY 2020-21	Yes
MGT-14	ROC	28/09/2021	T54305792	14/10/2021	Special resolution for alteration of Articles of Association and Ordinary Resolution for appointment of Statutory Auditors to fill casual vacancy	Yes
MSME Form 1	ROC	April 2021 to September 2021	T56878481	29/10/2021	Half yearly return with the Registrar in respect of outstanding	Yes



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					payments to MSMEs	
MSME Form 1	ROC	April 2021 to September 2021	T56879166	29/10/2021	Half yearly return with the Registrar in respect of outstanding payments to MSMEs	Yes
RUN	Central Government (CRC)	NA	T57461402	02/11/2021	Name reservation for change of name	NA
MGT-14	ROC	29/10/2021	T59906412	24/11/2021	Board resolution passed for borrowing of Term Loan from ICICI Bank Limited	Yes
MGT-14	ROC	16/11/2021	T60844693	29/11/2021	Special resolutions passed for increase in remuneration of Mr. VVV Raju and approval for change of name of the Company	Yes
INC-24	Central Government	16/11/2021	T60892163	03/12/2021	Application to Central Government for change of name	Yes
CHG-4	ROC	02/12/2021	T61606034	03/12/2021	Satisfaction Charge ID No: 100399410	Yes
CHG-1	ROC	13/11/2021	T62912597	10/12/2021	Creation of charge in favour of ICICI Bank Limited: charge ID no. 100507937	Yes
CSR-2	ROC	31/03/2021	T90175571	24/03/2022	CSR Annual Return for FY 2020-21	Yes